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*Counsel for DIRECTV, Inc.*

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

In re:	)	
	)	Chapter 11
CIRCUIT CITY STORES, INC.,	)	
et al.,	)	Case No. 08-35653-KRH
	)	
Debtors.	)	Jointly Administered
_____	)	

**LIMITED OBJECTION TO DEBTORS' PLAN  
AND DISCLOSURE STATEMENT**

DIRECTV, Inc. ("DIRECTV") objects to approval of the Disclosure Statement With Respect to Joint Plan of Liquidation of Circuit City Stores, Inc. and Its Affiliated Debtors and Debtors in Possession and Its Official Committee of Creditors Holding General Unsecured Claims filed by the Debtors on August 24, 2009 [Docket No. 4614] (the "Plan"), only to the extent the Plan may be interpreted to affect the rights asserted by DIRECTV in its Motion for Relief from Stay Re: \$405,000 for prepetition invoices with Notice of Hearing filed on February 11, 2009 [Docket No. 2082] (the "Motion"), including, without limitation, its setoff rights. DIRECTV and the Debtors have substantially agreed upon a resolution of the issues raised in the Motion and certain related matters, the documentation of which is currently pending (the "Stipulation").

ACCORDINGLY, DIRECTV requests that any order approving the Debtors' Plan that is entered before the Stipulation is entered expressly preserve DIRECTV's rights as set forth in the Motion.

**DIRECTV, INC.**

*/s/ W. Alexander Burnett*

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**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that a true copy of the foregoing Limited Objection to Debtors' Plan and Disclosure Statement filed by DIRECTV, Inc. was served this 18th day of September, 2009, on all necessary parties electronically by ECF and by e-mail and first class mail, postage prepaid, upon:

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**DIRECTV, INC.**

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